

HELM FINANCIAL CORPORATION

One Embarcadero Center • San Francisco, CA 94111

415/398-4810

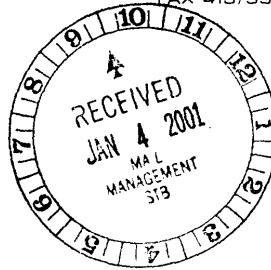
FAX 415/398-4816

RECORDED 21614-A FILED

JAN 08 '01

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SURFACE TRANSPORTATION BOARD



December 29, 2000

Mr. Vernon Williams
Surface Transportation Board
1925 K Street, N.W.
Washington, D.C. 20423-0001

RE: Termination of Full Maintenance Lease Agreement dated December 29, 2000 ("**Termination**"), by Helm Financial Corporation, as successor in interest to Helm-Atlantic Associates Limited Partnership ("**Lessor**").

Dear Mr. Williams:

On behalf of Helm Financial Corporation, I submit for filing and recording, under 49 U.S.C. Section 11303(a) and the regulations promulgated thereunder the following document:

Two (2) fully-executed originals of the above-referenced Termination.

In connection with the recording of the Termination, please note the following information:

Name and Address of Lessor: Helm Financial Corporation
One Embarcadero Center, Suite 3700
San Francisco, CA 94111

Name and Address of Lessee: United States Gypsum Company
125 South Franklin
Chicago, IL 60606

A short summary of the document to appear in the index follows:

Termination of Full Maintenance Lease Agreement dated December 29, 2000, between Helm Financial Corporation as Lessor and United States Gypsum Company as Lessee covering 25 railcars within the series HATX 1030-1294.

Please file this Termination as a secondary document to Recordation No. 21614 filed on September 1, 1998 at 10:53 a.m. and return one (1) stamped original to my attention. A check covering the filing fee of twenty-six dollars (\$26.00) is enclosed.

Yours truly,

Alison Drain
Alison Drain
Document Administrator

/ad
Enclosures (2)

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TERMINATION OF FULL MAINTENANCE LEASE AGREEMENT

SURFACE TRANSPORTATION BOARD

THIS TERMINATION OF FULL MAINTENANCE LEASE AGREEMENT ("Termination") is dated December 29, 2000 by HELM FINANCIAL CORPORATION (as successor in interest to Helm-Atlantic Associates Limited Partnership), a California corporation ("Lessor").

1. **Recitals.** Lessor entered into a Full Maintenance Lease Agreement dated as of February 23, 1998 ("Lease"), with UNITED STATES GYPSUM COMPANY, a Delaware corporation ("Lessee"), with respect to the twenty-five (25) railcars described in Schedule A attached hereto. The Lease is on file at the Surface Transportation Board of the Department of Transportation ("STB") under STB Recordation Number 21614 filed on September 1, 1998 at 10:53 a.m.

The Lease was terminated as of August 31, 2000. The purpose of this Termination is to provide a formal termination document for filing with the STB.

2. **Termination.** The Lease is hereby formally terminated.

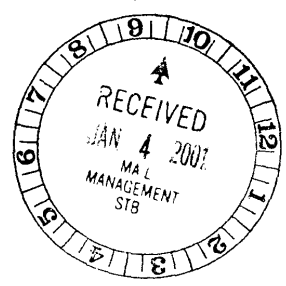
IN WITNESS WHEREOF, Lessor, pursuant to due corporate authority, has caused this Termination to be signed in its corporate name as of the date first above written.

HELM FINANCIAL CORPORATION

By: Barbara W. Wilson

Name: Barbara W. Wilson

Title: Senior Vice President and CFO



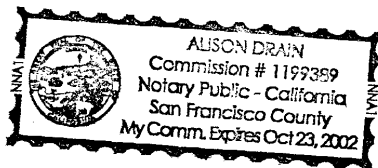
STATE OF CALIFORNIA)
) S.S.
COUNTY OF SAN FRANCISCO)

On January 3rd, 2000^{a)}, before me, Alison Drain, personally
appeared Barbara W. Wilson, Senior Vice President and Chief Financial
Officer of HELM FINANCIAL CORPORATION,

X personally known to me -OR-

___ proved to me on the basis of satisfactory evidence

to be the person(s) whose name(s) is/are subscribed to the within
instrument and acknowledged to me that he/she/they executed the same in
his/her/their authorized capacity(ies), and that by his/her/their
signature(s) on the instrument the person(s), or the entity upon behalf of
which the person(s) acted, executed the instrument.



Witness my hand and official seal.

Alison Drain
SIGNATURE OF THE NOTARY

[Notarial Seal]

SCHEDULE A

TO THE TERMINATION OF FULL MAINTENANCE LEASE AGREEMENT DATED DECEMBER 29,
2000.

THE UNITS

Equipment Description:

Twenty-five (25), 4,000 cubic foot, 100-ton, flat bottom gondola railcars;
built by Thrall in 1977.

Unit Numbers:

HATX 1030
HATX 1053
HATX 1057
HATX 1066
HATX 1068
HATX 1094
HATX 1095
HATX 1111
HATX 1113
HATX 1135
HATX 1139
HATX 1158
HATX 1162
HATX 1176
HATX 1187
HATX 1194
HATX 1201
HATX 1204
HATX 1209
HATX 1257
HATX 1262
HATX 1263
HATX 1265
HATX 1283
HATX 1294